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9 *Attorneys for Defendant  
Google Inc.*

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UNITED STATES DISTRICT COURT

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NORTHERN DISTRICT OF CALIFORNIA

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SAN JOSE DIVISION

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IN RE: HIGH-TECH EMPLOYEE  
ANTITRUST LITIGATION

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THIS DOCUMENT RELATES TO:

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ALL ACTIONS

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I, Frank Wagner, declare:

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1. I am Director of Compensation at Google Inc. ("Google"). I have personal knowledge of the facts set forth in this Declaration and, if called to testify, could and would competently thereto.

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2. I have served as Director of Compensation at Google since April 2007. As Director of Compensation, I manage all aspects of compensation for Google personnel worldwide, including base salary, bonus, equity, recognition awards., and benefits. Accordingly,

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Master Docket No. 11-CV-2509-LHK

**DECLARATION OF FRANK WAGNER  
IN SUPPORT OF RENEWED  
ADMINISTRATIVE MOTION TO SEAL**

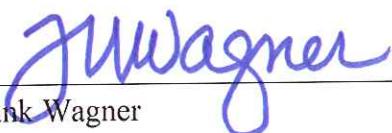
1 I am familiar with Google's internal decision-making process and business strategy relating to  
2 compensation of Google employees, including Google's strategic considerations and internal  
3 deliberations regarding compensation for individual employees (which includes salary, bonus,  
4 equity grants, recognition awards and benefits).

5 3. As part of my responsibilities, I am also familiar with Google's internal decision-  
6 making process and business strategy relating to offers of employment as well as counteroffers  
7 made to Google employees who have received offers from other firms. In addition, I am familiar  
8 with Google's strategy over time in response to increased or diminished competition in the labor  
9 market and with the general recruiting strategies and practices employed by Google.

10 4. I have read and reviewed Exhibit 4 to the Declaration of Dean M. Harvey in  
11 Support of Plaintiffs' Consolidated Reply in Support of Motion for Class Certification, which  
12 contains excerpts from the deposition transcript of Arnon Geshuri, dated August 17, 2012  
13 ("Exhibit 4"). I understand that Google previously sought to seal Exhibit 4 in its entirety based  
14 on my declaration in support of an administrative motion to seal (see Dkt. 261), which explained  
15 that Exhibit 4 contained confidential and highly sensitive details about Google's recruiting  
16 strategies and resources. I understand that the Court denied this request. However, certain  
17 discrete portions of Exhibit 4 contain specific information related to the number of recruiters that  
18 Google employed in its recruiting and staffing organization. If those numbers were made public,  
19 Google would suffer competitive harm because Google's competitors and their respective human  
20 resource organizations would discover, and therefore better understand, the amount of resources  
21 that Google devotes to recruiting.

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23 I declare under penalty of perjury under the laws of the United States of America that the  
24 foregoing is true and correct. Executed on January 22, 2013 in Mountain View, California.  
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26   
27 Frank Wagner  
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